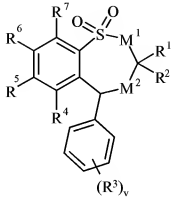
LISTING OF THE CLAIMS

1. (Currently Amended) A compound of formula **(I)**:



(I)

wherein

$\mathbf{M^1}$ is $-CH_2-$;

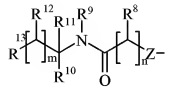
$\mathbf{M^2}$ is $-NR^{24}-$;

one of $\mathbf{R^1}$ and $\mathbf{R^2}$ is selected from hydrogen or C_{1-6}alkyl and the other is selected from C_{1-6}alkyl;

v is 0;

$\mathbf{R^4}$ and $\mathbf{R^7}$ are hydrogen;

one of $\mathbf{R^5}$ and $\mathbf{R^6}$ is a group of formula **(IA)**:



(IA)

and the other of R^5 and $\mathbf{R^6}$ is hydrogen or methylthio;

Z is –O–;

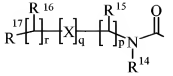
$\mathbf{R^8}$ is hydrogen;

$\mathbf{R^9}$ is hydrogen;

$\mathbf{R^{10}}$ is selected from cyclohexyl, and phenyl optionally substituted by one or more substituents R^{28};

$\mathbf{R^{11}}$ is hydrogen;

$\mathbf{R^{13}}$ is a group of formula **(IB)**:



(IB)

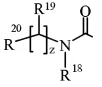
wherein:

$\mathbf{R^{14}}$ is hydrogen;

$\mathbf{R^{15}}$ is hydrogen;

$\mathbf{R^{16}}$ is hydroxy;

$\mathbf{R^{17}}$ is ethyl substituted on each carbon by one R^{47}, wherein R^{47} is hydroxyl, or $\mathbf{R^{17}}$ is a group of formula **(IC)**;



(IC)

wherein:

$\mathbf{R^{18}}$ is hydrogen;

$\mathbf{R^{19}}$ is hydrogen;

$\mathbf{R^{20}}$ is $C_{1\text{-}10}$alkyl; wherein R^{20} may be independently optionally substituted on carbon by one or more R^{57}; wherein R^{57} is selected from halo or hydroxyl;

p is 1;

q is 0;

r is 3;

m is 0;

n is 1;

z is 0-3;

$\mathbf{R^{24}}$ is hydrogen; and

each $\mathbf{R^{28}}$ is selected from halo, hydroxy, and $C_{1\text{-}10}$alkoxy;

or a pharmaceutically acceptable salt or an *in vivo* hydrolysable ester ~~or amide~~ thereof, wherein the hydrolysable ester is selected from the group consisting of: α-acyloxyalkyl ethers selected from acetoxymethoxy and 2,2-dimethylpropionyloxy-methoxy; and *in vivo* hydrolysable ester forming groups for hydroxy selected from alkanoyl, benzoyl, phenylacetyl, alkoxycarbonyl, dialkylcarbamoyl, N-(dialkylaminoethyl)-N-alkylcarbamoyl, dialkylaminoacetyl, and carboxyacetyl.

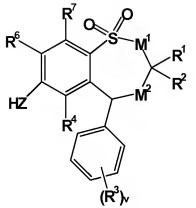
2. – 5. (Cancelled)

6. (Previously Presented) A compound according to claim 1 wherein one of R^1 and R^2 is C_{1-4}alkyl.

7. – 11. (Cancelled)

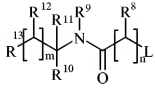
12. (Currently Amended) A compound having formula: (+/-)-trans-1,1-dioxo-3-ethyl-3-butyl-5-phenyl-7-methylthio-8-(*N*-{(R)-α-[*N*'-(2-(S)-3-(R)-4-(R)-5-(R)-2,3,4,5,6-pentahydroxyhexyl)carbamoyl]benzyl}carbamoylmethoxy)-2,3,4,5-tetrahydro-1,4-benzothiazepine, or a pharmaceutically acceptable salt or an *in vivo* hydrolysable ester ~~or amide~~ thereof, wherein the hydrolysable ester is selected from the group consisting of: α-acyloxyalkyl ethers selected from acetoxymethoxy and 2,2-dimethylpropionyloxy-methoxy; and *in vivo* hydrolysable ester forming groups for hydroxy selected from alkanoyl, benzoyl, phenylacetyl, alkoxycarbonyl, dialkylcarbamoyl, N-(dialkylaminoethyl)-N-alkylcarbamoyl, dialkylaminoacetyl, and carboxyacetyl.

13. (Withdrawn – Previously Presented) A process for preparing a compound of formula **(I)** or a pharmaceutically acceptable salt or an *in vivo* hydrolysable ester or amide thereof, as claimed in claim 1, which process comprises of:
Process 1): for compounds of formula **(I)**; reacting a compound of formula **(IIa)**:



(IIa)

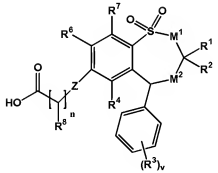
with a compound of formula **(III)**:



(III)

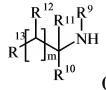
wherein L is a displaceable group;

Process 2): reacting an acid of formula **(IVa)**:



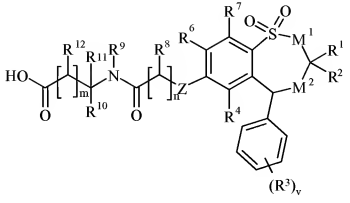
(IVa)

with an amine of formula **(V)**:



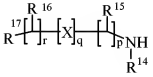
(V);

Process 3): for compounds of formula **(I)** wherein R^{13} is a group of formula **(IB)**; reacting an acid of formula **(VIa)**:



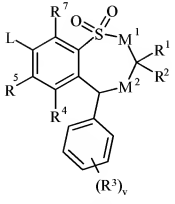
(VIa)

with an amine of formula (VI):



(VI); or

Process 4) for compounds of formula **(I)** wherein R^6 is methylthio ; reacting a compound of formula **(Xb)**:



(Xb)

wherein L is a displaceable group; with a thiol of formula **(XI)**:

R^m-H
(XI)

wherein R^m is methylthio;

and optionally:

i) converting a compound of the formula **(I)** into another compound of the formula **(I)**;

ii) removing any protecting groups;

iii) forming a pharmaceutically acceptable salt or a prodrug.

14. – 17. (Cancelled)

18. (Currently Amended) A pharmaceutical composition which comprises a compound of formula **(I)**, or a pharmaceutically acceptable salt or an *in vivo* hydrolysable ester ~~or amide~~ prodrug thereof, as ~~claimed~~ in claim 1, in association with a pharmaceutically-acceptable diluent or carrier, wherein the hydrolysable ester is selected from the group consisting of: α-acyloxyalkyl ethers selected from acetoxymethoxy and 2,2-dimethylpropionyloxy-methoxy; and *in vivo* hydrolysable ester forming groups for hydroxy selected from alkanoyl, benzoyl, phenylacetyl, alkoxycarbonyl, dialkylcarbamoyl, N-(dialkylaminoethyl)-N-alkylcarbamoyl, dialkylaminoacetyl, and carboxyacetyl.

19. – 25. (Cancelled)